

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

I.P. Company, L.L.C.,

Appellant,

v.

FORT HILL SQUARE ASSOCIATES and
FORT HILL SQUARE PHASE 2 ASSOCIATES,

Appellees.

C. A. NO. 04-11473-RWZ
C. A. NO. 04-12156-RWZ

Bankruptcy Case Nos.
04-13855 and 04-13857-JNF
(Jointly Administered)

ASSENTED-TO MOTION FOR STAY

IP Company, L.L.C. ("IP Company") hereby moves, with the assent of debtors Fort Hill Square Associates and Fort Hill Square Phase 2 Associates (the "Debtors"), to temporarily stay both the Appeal in case number 1:04-cv-11473-RWZ (Appeal 1) and the Appeal in case number 1:04-cv-12156-RWZ ("Appeal 2") (collectively, the "Appeals") for a period of 45 days. As grounds for such motion, IP Company states:

APPEAL 1

1. On June 7, 2004, IP Company filed Appeal 1 under 28 U.S.C. §158 from the following orders of the Bankruptcy Court: (i) Order Granting Final Approval of Use of Cash Collateral and Granting of Adequate Protection dated May 28, 2004; and (ii) Amended and Corrected Order Granting Final Approval of Use of Cash Collateral and Granting of Adequate Protection dated June 3, 2004.

2. The Notice of Appeal was docketed by the District Court on June 29, 2004 [Docket No. 1] and both parties, as well as the Official Committee of Unsecured Creditors, filed briefs with this Court [Docket Nos. 9, 13, 15, 18, 19]. Additionally, the Debtors filed, and IP Company opposed, a Motion to Dismiss Appeal [Docket Nos. 4, 5, 8].

3. At the present time, no hearing date is scheduled with regard to Appeal 1.

APPEAL 2

4. On August 26, 2004, IP Company filed Appeal 2 under 28 U.S.C. § 158 from the following orders of the Bankruptcy Court: (i) the Proceeding Memorandum/ Order of Court dated August 18, 2004 granting the Second Motion for Authorization of (1) the Permanent Use of Cash Collateral, (2) the Granting of replacement Liens, (3) Entry of Scheduling Order Regarding Continued Use of Cash Collateral and (4) Additional Relief, dated August 23, 2004.

5. The Notice of Appeal was docketed by this Court on October 13, 2004 [Docket No. 1].

6. Presently in Appeal 2, IP Company's brief is due December 16, 2004 and the Debtors' Reply Brief is due December 31, 2004.

GROUND FOR STAY

7. The parties previously moved to stay the Appeals, which motion was granted by orders dated December 2, 2004.

8. A temporary stay of the Appeals is in the interest of all parties because developments in the underlying Chapter 11 case are likely to lead to the issuance of case determinative orders within the next 30-45 days. Because the outcome of such orders may accordingly have bearing upon the present Appeals, the parties request a stay of the Appeals for 45 days.

9. As part of this request for stay of the Appeals, the parties request that all deadlines in the Appeals be tolled for a period of 45 days.

Wherefore, IP Company and the Debtors respectfully request this Court to grant a stay of the Appeals, including tolling of all deadlines therein, for the period of 45 days.

Respectfully submitted,

I.P. COMPANY, L.L.C.

By its attorneys,

/s/ Michael S. Gardener

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Dated: December 15, 2004

**FORT HILL SQUARE ASSOCIATES
FORT HILL SQUARE PHASE 2 ASSOCIATES**

By its attorneys,

/s/ Charles R. Bennett, Jr.(with permission)

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CERTIFICATE OF SERVICE

I, Michael S. Gardener, do hereby certify that on the 15th day of December, 2004, I caused a copy of the within Assented-To Motion for Stay to be served by facsimile to the following parties:

Debtor

c/o Harold B. Murphy, Esq.
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Dated: December 15, 2004

/s/ Michael S. Gardener
Michael S. Gardener